

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In Re:)	
)	Chapter 11
)	
CORE SCIENTIFIC, INC., <i>et al</i> ,)	Case No. 22-90341
)	
Debtors. ¹)	(Jointly Administered)

**APPENDIX IN SUPPORT OF CLAIMANT HARLIN DEAN’S
MOTION FOR SUMMARY JUDGMENT AND BRIEF IN SUPPORT RELATED TO DEBTORS’ OBJECTION TO
PROOF OF CLAIM NOS. 364 AND 383**

Claimant Harlin Dean (“Claimant” or “Mr. Dean”) submits this Appendix in Support of his Motion for Summary Judgment and Brief in Support Related to Debtors’ Objection to Proof of Claim Nos. 364 and 383. Claimant relies upon and incorporates the following evidence contained in this Appendix in Support of his Motion for Summary Judgment and Brief in Support Related to Debtors’ Objection to Proof of Claim Nos. 364 and 383 on file contemporaneously, and this evidence is incorporated into that Motion and Brief as if set forth therein in full:

Exhibit A	App. 1 – 12	Declaration of Harlin Dean
Exhibit 1	App. 13 – 24	Employment Agreement
Exhibit 2	App. 25 – 35	March 4 Award Agreement
Exhibit 3	App. 36 – 45	May 6 Award Agreement
Exhibit 4	App. 46 – 56	June 1 Award Agreement
Exhibit 5		Excerpts from Amendment No. 6 to Form S-4 registration statement of Power & Digital Infrastructure Acquisition Corp. as filed with the Securities and Exchange Commission on December 30, 2021 (The “ XPDI Form S-4 ”)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are as follows: Core Scientific Mining LLC (6971); Core Scientific, Inc. (3837); Core Scientific Acquired Mining LLC (N/A); Core Scientific Operating Company (5526); Radar Relay, Inc. (0496); Core Scientific Specialty Mining (Oklahoma) LLC (4327); American Property Acquisition, LLC (0825); Starboard Capital LLC (6677); RADAR LLC (5106); American Property Acquisitions I, LLC (9717); and American Property Acquisitions, VII, LLC (3198). The Debtors’ corporate headquarters and service address is 210 Barton Springs Road, Suite 300, Austin, Texas 78704.

Exhibit 5A	App. 57	XPDI Form S-4, page 223
Exhibit 5B	App. 58	XPDI Form S-4, page 144
Exhibit 5C	App. 59	XPDI Form S-4, page 155
Exhibit 5D	App. 60	XPDI Form S-4, page 209
Exhibit 5E	App. 61	XPDI Form S-4, cover page, Table titled "Calculation of Registration Fee and related footnote (1).
Exhibit 6	App. 62 - 63	Emails Dated July 24, 2021 Between Harlin Dean and Todd DuChene
Exhibit 7		Revised Form Resignation Letter prepared by Harlin Dean with July 25, 2021 email from Mr. Dean to Zukerman Gore
Exhibit 7A	App. 64	July 25, 2021 Email from Mr. Dean to Zukerman Gore
Exhibit 7B	App. 65 – 66	Revised Form Resignation Letter prepared by Harlin Dean and included as an attachment to the July 25, 2021 Email from Mr. Dean to Zukerman Gore
Exhibit 8	App. 67 – 70	Emails Dated July 25, 2021, between outside counsel for Blockcap and Core regarding Blockcap Officer Resignations
Exhibit 9		Spreadsheets Calculating Conversion of Mr. Dean's Stock and Option Grants and Calculating Damages for Core's Breaches
Exhibit 9A	App. 71	Calculations relating to 400,000 shares of Blockcap Common stock granted by June 1 Award Agreement and vesting on January 19, 2022
Exhibit 9B	App. 72	Calculations relating to 350,000 options to acquire Blockcap common stock granted by March 4, 2021 Award Agreement and vesting on February 14, 2022
Exhibit 9C	App. 73	Calculations relating to 50,000 shares of Blockcap common stock granted by May 6 Award Agreement and vesting on February 14, 2022
Exhibit 9D	App. 74	Calculations relating to 400,000 shares of Blockcap common stock granted by June 1 Award Agreement and vesting on February 14, 2022
Exhibit 10		Excerpts from Form 8-K filed by Core with the Securities and Exchange Commission on January 24, 2022 (the " January 24 8-K ")
Exhibit 10A	App. 75	January 24 8-K, page 1
Exhibit 10B	App. 76	January 24 8-K, page 3

Exhibit 11		February 10, 2022, Email from Harlin Dean to representatives of Core including Mr. Dean's Resignation Letter dated February 10, 2022
Exhibit 11A	App. 77	Email dated February 10, 2022
Exhibit 11B	App. 78	Resignation Letter dated February 10, 2022 included as an attachment to Exhibit 11A
Exhibit 12	App. 79 – 80	Filing Acknowledgement for Lawsuit Filed by Mr. Dean against Core on September 30, 2022
Exhibit 13		Excerpts from the Definitive Proxy Statement filed by XPDI with the Securities and Exchange Commission and dated December 30, 2021 (the "XPDI Proxy Statement").
Exhibit 13A	App. 81	XPDI Proxy Statement, Notice of the Special Meeting of Stockholders to be held on January 19, 2022, Paragraph 2.
Exhibit 13B	App. 82	XPDI Proxy Statement, page 285 "Bylaws"
Exhibit 14	App. 83	Excerpt from Form 8-K filed by Core with the Securities and Exchange Commission on January 20, 2022 (the " January 20 8-K ")
Exhibit 15	App. 84 – 86	Closing Prices of Core's Class A Common Stock on each of January 19, 2022, February 14, 2022 and February 28, 2022
Exhibit 16	App. 87 - 88	February 15, 2022 email from Harlin Dean to Core regarding termination of employment
Exhibit 17	App. 89	XPDI Form S-4, page 224

Respectfully submitted,

/s/ Hudson M. Jobe

HUDSON M. JOBE

State Bar No. 24041189

GREGORY M. SUDBURY

State Bar No. 24033367

**QUILLING, SELANDER, LOWNDS, WINSLETT & MOSER,
P.C.**

2001 Bryan St., Suite 1800

Dallas, TX 75201

(214) 871-2100

(214) 871-2111 (FAX)

hjobe@qslwm.com

gsudbury@qslwm.com

ATTORNEYS FOR HARLIN DEAN